

**BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO**

IN THE MATTER OF THE APPLICATION OF)
CARRIZO OIL & GAS, INC. FOR AN)
ORDER ESTABLISHING A DRILLING AND)
SPACING UNIT FOR THE NIOBRARA)
FORMATION OF CERTAIN DESCRIBED)
LANDS IN WELD COUNTY, COLORADO.)

CAUSE NO. _____

DOCKET NO. _____

APPLICATION

Carrizo Oil & Gas, Inc. ("Applicant"), by and through its undersigned attorneys, submits this Application to the Colorado Oil and Gas Conservation Commission ("Commission") for an order establishing an approximate 640-acre drilling and spacing unit for development of and production from the Niobrara Formation in the following lands:

Township 5 North, Range 61 West, 6th P.M.
Section 24

Weld County, Colorado (hereafter "Application Lands").

Applicant further requests that it be allowed to drill up to two (2) horizontal wells in the subject drilling and spacing unit, with the second well in the unit at its option. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a company duly authorized to conduct business in Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns leasehold interests in the Niobrara Formation underlying the Application Lands. A reference map of the Application Lands is attached as Exhibit A.
3. The Application Lands are unspaced with respect to the Niobrara Formation, which is a common source of supply underlying said lands.
4. The Application Lands are subject to Rule 318A., which, among other things, provides that the treated interval of the wellbore(s) shall be located not less than 460 feet from the outer boundary of the drilling and spacing unit, unless authorized by order of the Commission upon hearing.
5. Applicant requests the right to drill up to two (2) horizontal wells in the Niobrara Formation in the drilling unit to be established pursuant to this Application, with

the treated interval of the wellbore to be no closer than 460 feet from the boundaries of the unit (regardless of lease lines within the unit).

6. That in order to promote efficient drainage of the Niobrara Formation underlying the application lands, to prevent waste, and to protect correlative rights, the Commission should establish the drilling unit as requested herein and allow the drilling of up to two (2) horizontal wells in said unit. The specified size and configuration of the requested drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized well(s).

7. Applicant certifies that the names and addresses of the interested parties, according to the information and belief of the Applicant, are set forth in Exhibit B attached hereto, and that notice and a copy of this application will be served on such parties within seven days of the filing hereof, pursuant to Rule 503.e.

8. Applicant agrees to be bound by the oral order of the Commission.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in July, 2012, that notice be given as required by law, and that upon such hearing this Commission enter its order consistent with Applicant's petition as set forth above.

Dated: May 10, 2012

By: 

Kenneth A. Wonstolen
Elizabeth Y. Gallaway
Beatty & Wozniak, P.C.
216 Sixteenth Street-Suite 1100
Denver, CO 80202-5115

Address of Applicant
Carrizo Oil & Gas, Inc.
ATTN: Craig Wiest
1000 Louisiana Street, Suite 1500
Houston, TX 77002

VERIFICATION

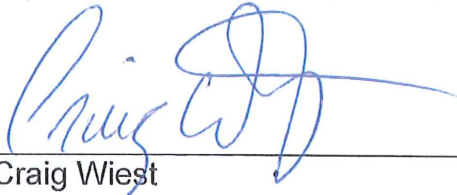
STATE OF TEXAS

COUNTY OF Harris

)
)
)

ss.

Craig Wiest, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager for Carrizo Oil & Gas, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.



Craig Wiest

Subscribed and sworn to before me this 10th day of May, 2012.

Witness my hand and official seal.

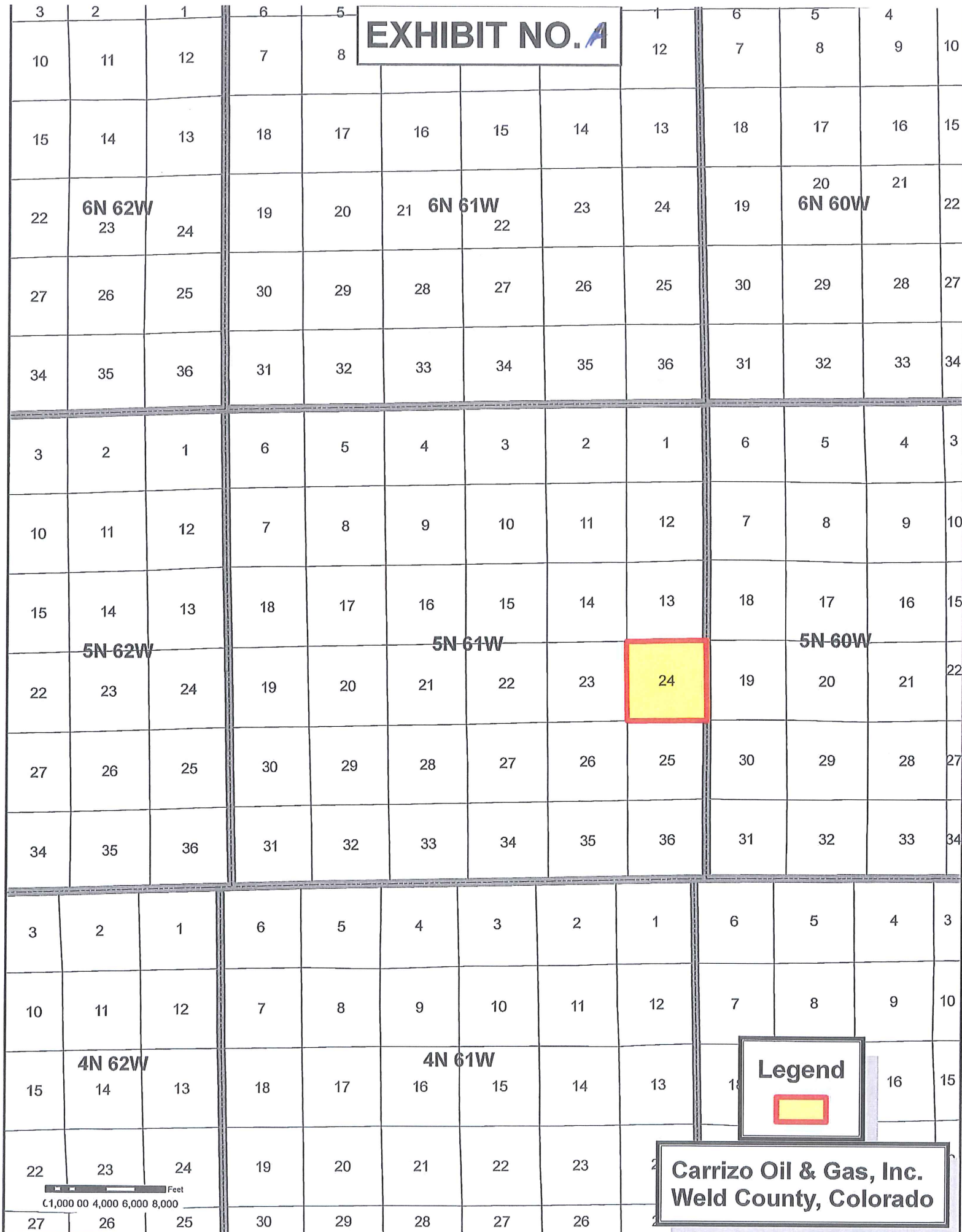
My commission expires: 2/2/2016





Notary Public

EXHIBIT NO. A



Legend



Carrizo Oil & Gas, Inc.
Weld County, Colorado

Feet
1,000 00 4,000 6,000 8,000

EXHIBIT B

Arthur James Wilson, III
3596 Dillards Hill Rd
Union Hill, VA 24176

B & J Resources, LLC
410 17th St., Suite 1150
Denver, CO 80202

Baseline Minerals, Inc.
518 17th St., Suite 1050
Denver, CO 80202

Cerebral Palsy Association of Miami, Inc.
1411 NW 14th Ave
Miami, FL 33125

Edward A. McCarthy, as Archbishop of Miami for
the use of Annual Bishops Drive
c/o J. Patrick Fitzgerald, Attorney
150 West Flagler St
Miami, FL 33130

EOG Resources, Inc.
P.O. Box 4362
Houston, TX 77210

Little Flower Conference of St. Vincent De Paul
1270 Anastasia Ave
Coral Gables, FL 33134

Susan M. Wilson
1412 Willis Ave
Perry, IA 50220

Variety Children's Hospital,
aka Miami Children's Hospital
6125 SW 31st St.
Miami, FL 33155

William Wayne Wilson
10311 North Cape Fear Lane
Oro Valley, AZ 85737

Esenjay Oil & Gas, Ltd.
500 North Water St.
Suite 1100 South
Corpus Christi, TX 78401

Milton M. Coffman
206 W. 7th St.
Casper, WY 82601

ConocoPhillips
P.O. Box 7500
Bartlesville, OK 74005

Edward A. McCarthy, as Archbishop of Miami for
the use of Little Flower Parish
c/o J. Patrick Fitzgerald, Attorney
150 West Flagler St
Miami, FL 33130

Diamond Resources Co.
P.O. Box 1938
Williston, ND 58802

Camillus House, Brothers of the Good Shepherd
336 NW 5th St.
Miami, FL 33128

Estate of M.A. Bresnahan, Deceased
Address Unknown

Edward A. McCarthy, as Archbishop of Miami for
Boystown of Florida
c/o J. Patrick Fitzgerald, Attorney
150 West Flagler St
Miami, FL 33130

John Morgan Wilson
701 Poydras St., Suite 5000
New Orleans, LA 70139

Kent Kuster
Colorado Department of
Public Health and Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Kim Kaal
Energy Liaison
Colorado Division of Wildlife
711 Independent Ave.
Grand Junction, CO 81505

David Bauer
Weld County
1111 H Street
Greeley, Co 80632

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AFFIDAVIT OF MAILING

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

Elizabeth Gallaway, of lawful age, and being first duly sworn upon her oath,
states and declares:

That she is the attorney for Carrizo Oil & Gas, Inc., and that on or before May
17, 2012 she caused a copy of the attached Application to be deposited in the United
States Mail, postage prepaid, addressed to the parties listed on Exhibit B to the
Application.

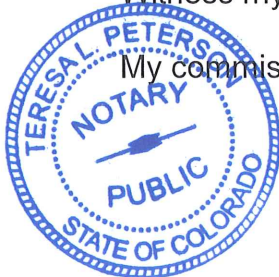


Elizabeth Gallaway

Subscribed and sworn to before me May 10, 2012.

Witness my hand and official seal.

My commission expires: 10-04-13.





Notary Public